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PREVIOUSLY IN WALT DISNEY'S COMICS & STORIES 701...

CLOVERLEAF AND PEG-LEG PETE DO BATTLE IN THE CALISOTA DESERT FOR ULTRAPOD-3. HOWEVER, AFTER A ONE-SIDED VICTORY BY THE LUCKY CLOVERLEAF, THE ASSEMBLED CROWD TAKES PITY ON THE DEFEATED PETE. CRAVING THE ATTENTION OF HIS FANS, CLOVERLEAF WISHES THAT HE HAD LOST THE FIGHT INSTEAD...AND HIS WISH COMES TRUE! MEANWHILE, MICKEY MOUSE WORKS FEVERISHLY TO LOCATE UNCLE SCROOGE'S MISSING MONEY BIN. NO SOONER DOES HE UNCOVER A LEAD THEN EMIL EAGLE SENDS SPECTRUS AND ZAFIRE TO THE MICELAND WOODS TO SEARCH FOR ULTRAPOD-4... BUT THEY'RE IMMEDIATELY MET BY SUPER DAISY & THE DUCK AVENGER!

THE MICELAND WOODS, A PLACE OF PEACE AND TRANQUILITY...

...OR AT LEAST IT USED TO BE!

TAKE THAT, SPECTRUS!

HA HA! TOO SLOW!

HOLD STILL, ZAFIRE!

BAM

SPLAT

GRR! I'LL GET YOU, YET!

HEH, HEH! BY THE TIME THEY REALIZE THEY'RE FIGHTING HOLOGRAMS, WE'LL ALREADY HAVE ULTRAPOD-4! I'M BRILLIANT!

YEAH, YEAH. LET'S GO, GENIUS...

I THINK WE SHOULD DO A SYSTEM-ATIC SEARCH HERE...

BZZOOM

...OR YOU COULD JUST KNOCK DOWN HALF THE FOREST!

THIS IS THE FASTEST WAY TO FIND THE ULTRAPOD. NOW TRY TO KEEP UP!

DID YOU HEAR THAT?

SOUNDED LIKE THUNDER!

KTUDUM

I CAN'T SEEM TO HIT ZAFIRE!

THAT'S 'CAUSE YOU'RE TOO SLOW!

SHSSSH

ULP! HOW'S THAT POSSIBLE?

SOMETHING'S NOT RIGHT! ARE YOU EVEN LISTENING TO ME?

NO, THERE'S PUNCHING GOING ON!

WHILE THEY'RE FIGHTING, WE'RE GETTING THE ULTRAPOD!

AND PRETTY SOON WE'LL HAVE THE ENTIRE ULTRAMACHINE PUT TOGETHER!

LIKE STEALING *TRASH* FROM A BABY! HEE HEE!

THAT MIGHT BE SOONER THAN YOU THINK! I'VE MANAGED TO TWEAK THE ULTRADETECTOR SO WE SHOULD BE ABLE TO FIND THE LAST ULTRA-PODS IN NO TIME!

HEY! REMEMBER WHEN I *CRUSHED* CLOVERLEAF?

YOU *TROGLODYTE*! THAT'S NOT WHAT WE'RE HERE TO TALK ABOUT!

WHOA, WHOA. YOU'RE USING A LOT OF BIG WORDS, SO I'M JUST GOING TO IGNORE THEM...

...EVERYONE HAS THE RIGHT TO MY OPINION. *EVERYONE*!

MEANWHILE IN DUCKBURG...

THE NEW WINDOW HAS BEEN INSTALLED, MR. ROCKERDUCK!

RK

VERY GOOD! NOW I CAN ENJOY THE VIEW...

...OF KILLMOTOR HILL *WITHOUT* SCROOGE'S MONEY BIN! HEH, HEH!

ALL MY STOCKS ARE GAINING SINCE THAT OLD BIRD IS GONE! BUT THIS IS JUST THE BEGINNING!

WHEN I SEIZE CONTROL OF THE *ULTRA-MACHINE,* I WILL IMPOSE A NEW ECONOMIC SYSTEM BASED ON MY BUSINESS MODEL!

AND NOW...IT'S TIME TO ONCE AGAIN BECOME... *ROLLER DOLLAR!*

FINDING ULTRAPOD-4...

...WAS EVEN EASIER THAN I THOUGHT!

I'D LOVE TO SEE THE LOOK ON THEIR FACES!

THEN TURN AROUND!

ULP! DUCK AVENGER!

AND SUPER DAISY!

DID YOU REALLY THINK THAT WOULD WORK? I KNEW THOSE WERE HOLOGRAMS RIGHT AWAY!

UH, YEAH... BECAUSE I *TOLD YOU* THEY WERE HOLOGRAMS!

HA! AT LEAST *WE* KNOW HOW TO COOPERATE!

WE'RE MORE ABOUT *RESULTS!*

YEAH, LIKE GETTING THE ULTRAPOD BACK!

SURE THING, BUT...

...WHICH ONE IS THE *REAL* ONE?

GAH!

SEE YA, *UGLY!*

I'LL GO AFTER SPECTRUS...

AND I'LL GO TEACH ZAFIRE SOME MANNERS!

IF YOU THINK YOU'RE SO HOT, SHOW YOURSELF!

FINALLY, IT'S JUST YOU AND ME!

I THOUGHT THAT GIRLFRIEND OF YOURS WOULD NEVER LEAVE!

HEY, SHE'S NOT MY GIRLFRIEND!

COULDA FOOLED ME, THE WAY YOU TWO TRADE LOVERS' QUIPS!

BZZT

WOOO

HERE'S A LITTLE *HYPNOTIC RAY* COMING YOUR WAY!

ULP!

GRRRR

HA! YOUR STUPID LITTLE RAY COMPLETELY MISSED ME!

WHO SAID I WAS AIMING IT AT YOU??

UH-OH! THAT DOESN'T SOUND GOOD!

GRRR!

!

HA, HA, HA! THESE LITTLE WOOD-LAND CREATURES MAY BE CUTE, BUT RIGHT NOW... THEY THINK YOU'RE DINNER!!

HEEELP!

SOUNDS LIKE YOUR BOYFRIEND'S IN TROUBLE!

OR MAYBE HE JUST REALIZED WHO HE WAS DATING!

HE'S NOT MY— URGH!

ZOT

THAT'S IT? I EXPECTED MORE FROM YOU!

THEN YOU'LL GET IT!

THIS FIGHT ISN'T EVEN CLOSE TO OVER!

FSSSH

OF COURSE NOT! I'VE GOT WAY MORE TORTURE FOR YOU!

BZZ

SPUFF

GASP!

THAT'S BARELY THE BEGINNING, BABE!

HA! YOUR ELECTRICITY IS NO MATCH FOR MY ULTRA-SHIELD!

I'VE GOT TO GET THOSE GLOVES OFF OF HER!

BZZ

GOOD LUCK HITTING ME WHEN YOU CAN'T SEE ME!

TURNING *INVISIBLE* WON'T HELP YOU!

BUT IT WILL HURT YOU!

POW

EEEK!

SWISH

HEY, MY *GLOVES!*

TAKE THIS!

BUMP

OOOF!

YESSS! THROWING MY VOICE REALLY HELPED TO CONFUSE HER!

OH, NO! THIS IS THE FAKE ULTRAPOD!

BUT MY POWERS ARE REAL! THE GLOVES ARE ONLY A *SLIGHT* ENHANCEMENT!

BZZ

MEANWHILE, IN HIS ROOM AT VILLA ROSE...

NOW TO READ THE GOOSE-A-RAMA FORUMS.

I'M SURE MY FANS ARE SPEAKING OUT!

UM...

DON'T CARE ABOUT THESE... I WANNA SEE COMMENTS ABOUT ME!

CLIC

WHAAAT?! FOR THE FIRST TIME PEOPLE ARE TALKING ABOUT ME...

...AND I DON'T LIKE IT!

WAIT! I'VE GOT AN IDEA!

AH GOOSE-A-RAMA, THE ONLY PLACE WHERE MY GENIUS IS APPRECIATED!

WHAT? NOW HE'S POSTING SOCK PUPPETS? PATHETIC!

"DEAR GASTON AND ESTAGON, OR SHOULD I SAY *CLOVER-LEAF...*"

"...NICE TRY, BUT IT'S TIME TO FACE FACTS... THE ONLY FAN YOU'LL EVER HAVE... IS YOU!"

HOW DID THEY KNOW IT WAS ME?!?

BETTER DELETE MY COMMENTS OFF COMIC DUCK RESOURCES, TOO...

MICKEY SUSPECTS THAT SCROOGE COULD BE ON THE PONGA ISLANDS AND HAS GONE THERE TO INVESTIGATE.

AT FIRST I THOUGHT GARDEN IGLOOS WERE A TERRIBLE IDEA, BUT MAYBE THE RED BAT IS ON TO SOME-THING.

BY THE WAY... WE'LL HAVE TO FIND A NEW PIZZA PLACE.

WHY?

"MICKEY SAID THERE WAS A... *COMPLICATION!*"

PIZZA PLACE

CLOSED FOR REPEATED THEFT

MAIN THIEF IDENTIFIED!

GASP!

BUT NOT TO WORRY. I'LL PUT TOGETHER A LIST OF NEW PLACES.

ONE OF THE ADVANTAGES OF AN IGLOO IS THAT I WOULDN'T NEED A REFRIGERATOR!

NOW ON TO A MORE URGENT MATTER. SUPER GOOF IS STILL WITHOUT HIS SUPER GOOBERS!

WE NEED A WAY TO GROW THE *SEEDS* QUICKLY...

MAYBE IF I BUY TWO, THE RED BAT WILL GIVE ME A DEAL!

ONE FOR THE BEACH HOUSE...

...THAT WAY SUPER GOOF COULD GO HELP DUCK AVENGER AND SUPER DAISY!

ZZZ...

AAAH!

GIVE ME BACK MY GLOVES!

ZZZ...

DON'T WORRY! I'M SURE THEY CAN TAKE CARE OF THEM-SELVES!

STILL, ABOUT THE GOOBERS...

I'VE ALREADY THOUGHT OF SOMETHING!

USE THIS *ULTRA-FERTILIZER*, SUPER GOOF!

SIGH!

HYUK! THANKS, MY FRIEND!

THIS SHOULD HELP THEM RIGHT ALONG!

...I'VE ARRIVED AT THE PONGA ISLANDS...

THE DEVOUR VORAX ARE EVERYWHERE!

I'LL HAVE TO BE CAREFUL AS I LOOK FOR SCROOGE.

CAREFUL!

OW! THAT WAS MY FOOT!

WILL YOU IDIOTS SHUT UP?

NEXT TIME I'M LEAVING YOU BEHIND BARS!

HEY, IF IT WASN'T FOR US--

IF IT WEREN'T FOR YOU, I'D BE BACK IN *DUCKBURG* WITH MY *MONEY BIN!*

MOVE IT!

HOW'S HE SO GOOD AT THIS??

DIDN'T YOU SEE HIS TV SHOW?

WAS THAT THE ONE WITH THE FLY?

NO, THAT'S RESCUE R--

SSSH! SOMEBODY'S COMING!

HOLD YOUR BREATH!

...IF YOU INVEST THE LOOT IN OPTION TRADING YOU CAN EARN A 30% NET PROFIT!

PRETTY SMART. MAYBE YOU AND I SHOULD BE RUNNING THINGS!

MY THOUGHTS EXACTLY!

SOMETIMES I THINK THE REST OF THIS CREW DOESN'T HAVE ANY MORE SENSE THAN THOSE DUMB BEAGLE BROTHERS!

GRRR!

YEAH! AND TO THINK, THEY WANTED TO JOIN US! *HA, HA, HA! PATHETIC!*

I'M TEMPTED TO SEE HOW LONG YOU CAN HOLD IT, BUT...YOU MAY BREATHE NOW!

WHEEEW! MY WHOLE LIFE FLASHED BEFORE MY EYES!

ME, TOO! AND MOST OF IT WAS BEHIND BARS!

WHERE DID...

OH NO!

PATHETIC, HUH? WAIT TILL YOU TASTE SOME BEAGLE WRATH!!

?

YOU WANT TO SEE WRATH?!?

SHALL I ESCORT YOU BACK TO YOUR CELL?

O-OKAY!

GRUNT!

IF YOU DON'T GIVE ME BACK THOSE GLOVES, I'M GOING TO MAKE YOU SORRY!

OKAY, FINE.

THEY'RE OUT OF STYLE ANYWAY!

HONEY, ONE THING'S NEVER OUT OF STYLE...

...SHOWING PUNKS WHAT A BEAT DOWN LOOKS LIKE!

BRING IT!

WHAT THE--

ZOW

HEY! I WAS IN THE MIDDLE OF SOMETHING!

TIME TO GET OUT OF HERE! *MISSION ACCOMPLISHED!*

LOOK, ULTRA-POD-4!

THEN SPECTRUS HAD THE REAL ONE!

THANK GOODNESS I WAS THERE TO DISTRACT ZAFIRE SO YOU COULD GET IT!

EXCUSE ME, ULTRAHEROES...

...I HATE TO INTER-RUPT, BUT I'VE GOT A PROPOSAL FOR YOU!

IF YOU RETURN ULTRAPOD-4, THEN ZAFIRE...

BZZ

...WON'T DETONATE MICELAND *DAM!*

GULP! SHE'LL... BLOW UP THE DAM?

*THAT'S RIGHT, AND THE CARNAGE WILL BE ON **YOUR** HEADS!*

WHAT DO WE DO?

WELL, YOU DON'T WANT TO GIVE HIM THE ULTRAPOD, DO YOU?

NO, BUT...

THEN LEAVE IT TO ME!

SORRY, SPECTRUS! DO WHATEVER YOU WANT, BUT WE'RE KEEPING THE ULTRAPOD!

OH, AND ONE MORE THING...

GAH!

*...TELL ZAFIRE SHE COULDN'T TAKE OUT THAT DAM EVEN WITH **OUR** POWERS!*

!

BZZZ

GRRR! I'LL SHOW HER...

ARE YOU SURE... YOU KNOW... WHAT YOU'RE DOING?

RELAX! I TOOK HER GLOVES, BUT BEFORE I GAVE THEM BACK...

"...I TURNED THEM *INSIDE-OUT!*"

ZZZOOT

AAARGH!

YOU *SHORT-CIRCUITED* HER! NICE MOVE!

HURRAH! WE WON!

I CAN'T BELIEVE IT'S OVER.

TAP TAP

ACTUALLY... MAYBE HYPNOTIZING AND DESTROYING HALF THE FOREST...

I... UH... THINK SOMETHING WENT WRONG...

SOB...

GRRRR

...WASN'T SUCH A GREAT IDEA!

!

GREAT JOB!

AFTER THAT LAST BATTLE, WE REALLY NEEDED A WIN! CONGRATULATIONS!

THANK YOU!

WELL, I'M BACK FROM SELLING MY FIRST GARDEN IGLOO!

THE RED BAT!

LET'S TALK IGLOOS!

SEE YOU ALL IN THE MORNING.

IGLOOS, YOU SAY? RIGHT THIS WAY!

WANT SOME HOT CHOCOLATE?

I THOUGHT YOU MIGHT BE COLD OUT HERE...
AND HERE I THOUGHT YOU WERE JUST SOME BOORISH JERK!

FINE. FORGET IT.
NO, WAIT! THAT'S NOT WHAT I MEANT. COME BACK...

HERE...

OH

SO, UH... WE DID PRETTY GOOD TODAY.

WE SURE DID!

DID YOU SEE THEIR FACES WHEN WE CAUGHT THEM BY SURPRISE?

WE HAD ZAFIRE SHAKING IN HER GLOVES!

AND SPECTRUS? I TOOK HIM OUT WITH THE OLD ONE-TWO PUNCH!

I WISH I COULD HAVE SEEN IT!

AND THEN YOU GOT THE ULTRA-POD AND SAVED THE DAY.

I COULDN'T HAVE DONE IT WITHOUT YOU.

WE WERE GREAT!

I'LL ALWAYS REMEMBER TODAY...

YEAH. US... TOGETHER...

OH!

AH!

I UH... JUST REMEMBERED I'VE GOT A THING TO DO IN DUCKBURG...

UM...SAME HERE!

IDIOTS! DO YOU REALIZE WHAT YOU'VE DONE?

YOU WERE BEATEN UP BY BABY DEER AND FLUFFY BUNNIES!!!

HEY! THEY WERE CUTE BUT STRONG!

ZIP IT, DOOFUS! AS PUNISHMENT, TONIGHT YOU'LL SHARE A ROOM WITH INQUINATOR!

GASP! NO, ANYTHING BUT THAT! PLEASE!

YOU TWO, GET READY TO LAUNCH!

ROGER!

I DECRYPTED THE ULTRADETECTOR DEFENSE CODE! WE'LL GO AFTER THE FINAL TWO ULTRAPODS... SIMULTANEOUSLY!

BEEE

THIS GAME'S NOT OVER YET, EEGA BEEVA!

NO, BUT WHEN IT IS...

...I'LL BE RULING THE WORLD!

IF YOU ORDER FOUR, I CAN THROW IN THE PLASTER PENGUIN STATUE!

I'LL THINK IT OVER!

ZZZ...

EEGA, I DON'T KNOW HOW, BUT EMIL EAGLE BYPASSED THE ULTRADETECTOR FIREWALL!

!

HE'S ALREADY LOCATED THE FINAL *TWO* PIECES!

BOTH OF THEM?! THAT'S NO GOOD! WHO'S AVAILABLE?

DUCK AVENGER AND SUPER DAISY ARE ON LEAVE, CLOVERLEAF WON'T COME OUT OF HIS ROOM, SUPER GOOF DOESN'T HAVE HIS GOOBERS YET...WHICH ONLY LEAVES...

...THOSE TWO!

C'MON, PARTNER! IT'S OUR TURN!

EH? TIME TO EAT?

P.B. TO I.G., HOW'S IT GOING?

PRETTY...CHOMP...GOOD... CHOMP! ALTHOUGH I COULD USE...CHOMP...A SODA!

WELL, WELL... FINALLY WE MEET AGAIN!

GULP! UH... HI THERE, SCARY GUY!

DOUBLE WHAMMY! IRON GUS VS. ROLLER DOLLAR AND THE RED BAT VS. THE PHANTOM BLOT! WHO WILL PREVAIL? FIND OUT NEXT TIME!

TO BE CONTINUED...

TALES OF HOLIDAYS PAST

In honor of the holiday season, I have decided to turn this editorial space over to our illustrious BOOM! Kids creators, so that they might share their most treasured holiday memories with you. And grant this beleaguered and bedraggled editor a little breathing room this month by skipping our editorial!

Mark Waid, Editor In Chief and Writer *Incredibles*

My most treasured holiday memory was my fourth Christmas when I received a Batman Utility Belt from Santa. You can be sure the streets of Hueytown, Alabama were free of crime with me on the case.

Ian Brill, Editor

The Looney Tunes Golden Collection DVD. I love the anarchic spirit of Bugs Bunny and Daffy Duck.

Nathan Watson, Artist *Toy Story*

Being a December-born individual, Christmas was always a tricky time. I'd get the batteries for my birthday with the promise of "Just wait until Christmas when you get to see what they go in!" Then, on Christmas Day, I

Patrick Storck, Writer *Muppet King Arthur*

All the stove burners were in use makin breakfast Christmas morning so mom thought to bake the bacon. About halfway through the meal dad asked why we didn't make bacon. A moment later all the windows were open, the fans were on, and a flaming back door into the snow.

Deron Bennett, Letterer

As a kid, Christmas was all about "the list" for me. As soon as the holidays approached and the catalogs started rolling in, my brother and I would get to circling every item on every page just in case Santa was feeling generous. I never could quite get the hang of narrowing things down. I think I may have even asked for an engagement ring from JC Penney's once or twice.

Bryce Carlson, Editor

It was the mild Southern California winter of yesteryear. I was but a small

lad. After all, I was a GOOD little man! I got a Micro Machine Death Star.

Paul Benjamin, Writer *Muppet King Arthur* and *Monsters, Inc.*

I remember a very special Hanukkah gift from my dad just before the winter formal my senior year of high school. Growing up, my non-Jewish friends were often jealous that I got eight gifts over the eight days of Hanukkah. Here's why you should never envy that:

Day 1: Tuxedo pants
Day 2: Cummerbund
Day 3: Bow tie
Day 4: One cufflink

Amy Mebberson, Artist *Muppet Peter Pan* and *Monsters, Inc.*

My best Christmas presents ever were the dollshouse hand-built by my grandfather in 1984 and the Amiga 500 system we got in 1990. The dollshouse remains a family treasure but I've had to rescue the poor Amiga from the rubbish a couple of times. No respect for the classics, man!

Grace Randolph, Writer *Muppet Peter Pan*

When I was around ten years old, my sister and I had bunk beds and I was on the top. Well, we'd been up for awhile that Christmas morning but had to wait until a "reasonable time" to wake-up our parents. When we agreed the hour had come, my sister bolted out of the room while I was still working my way down from the top bunk. It's her pure excitement and my excitement to catch up to hers that is my strongest Christmas memory.

And as for my greatest Christmas memory: Three words: Cobra Commander Drone. Thank you, Grandma. Happy holidays, everyone.

Aaron Sparrow, Editor

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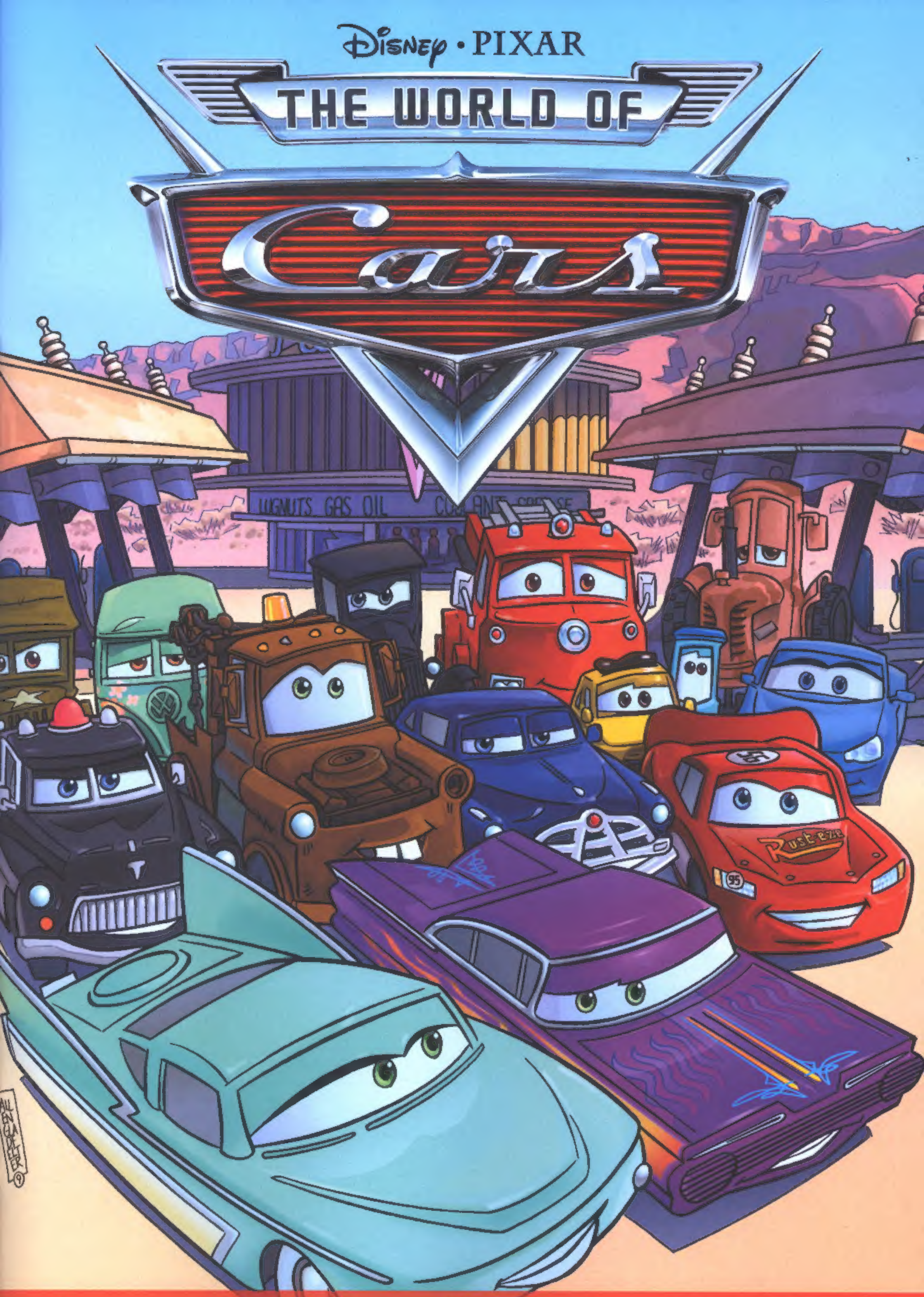

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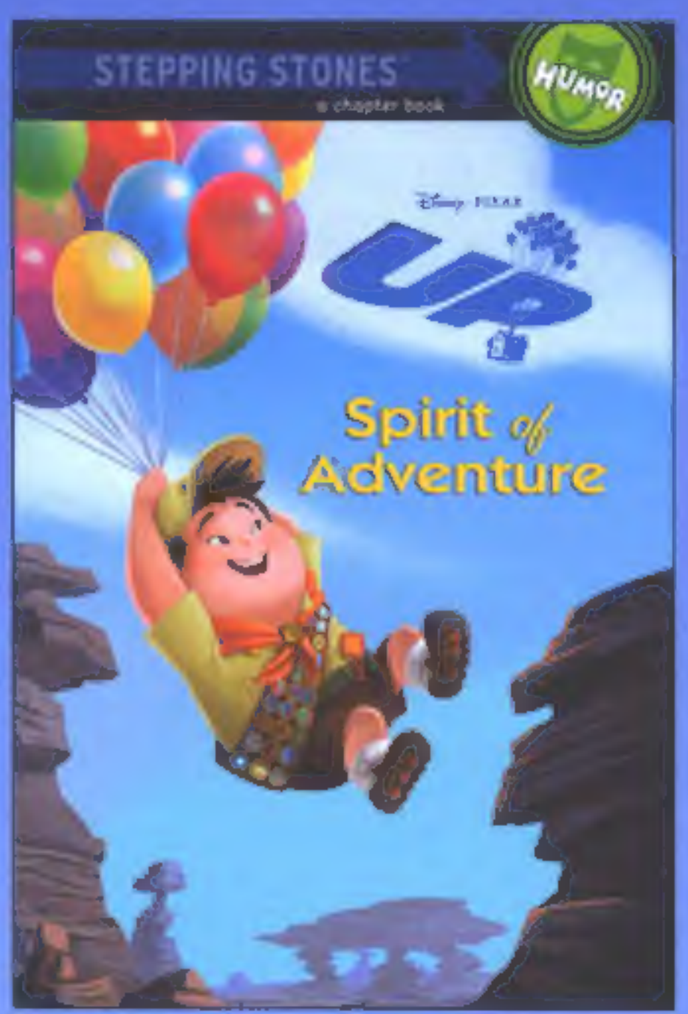

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